

REICHENBERGER JOHN F
Form 4
January 16, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
John F. Reichenberger
Kerr-McGee Center
P.O. Box 25861
OK, Oklahoma City 73125
2. Issuer Name and Ticker or Trading Symbol
KERR-McGEE CORPORATION (KMG)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
1/15/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)
Vice President & Deputy General Counsel
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	3A. Deemed Execu- tion Date	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock	1/14/ 2003	1/14/ 2003	A		2400 1 A	6401
Common Stock						2352.7195
Common Stock						2871.067

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version Price of Deriva- tive Secu-	3. Trans- action Date	3A. Deemed Execu- tion Date	4. Trans- action Date	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D)	6. Date Exer cisable and Expiration Date(Month/ Day/Year) Date Expir ation	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
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Priority	Day/Year)	Day/Year)	Code	V	Amount	ble				
Option [Right to Buy]	\$42.95	1/14/2003	1/14/2003	A	6500	A	2	01/14/2013	Common Stock	6500

Explanation of Responses:

- 2400 shares of restricted stock. Restrictions will lapse on January 14, 2006.
- These options were granted on January 14, 2003 and will vest one-third each year beginning January 14, 2004.

SIGNATURE OF REPORTING PERSON

John F. Reichenberger

By: Anita L. Brodrick Per Attached Power of Attorney